

May 13, 2010

Invoice No. 1722377
4327 68911 / 68911-000002
W6S

Sunwest Management, Inc.
3723 Fairview Industrial Drive SE
Salem, OR 97302

For legal services rendered through April 30, 2010

Restructuring

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
02/05/10	A. Sangese	1.00	Conference with F. Weidling regarding Sunwest Mortgage Modification assignment; Begin retrieving documents related to the CS-27 mortgages.
02/08/10	A. Sangese	0.50	Sunwest - Begin reviewing CS-27 files and correspondence regarding same.
04/01/10	G. Yates	5.80	Work on secured loan analysis in light of Blackstone requirements in Purchase and Sale Agreement.
04/01/10	G. Yates	5.90	Draft loan modification agreements for the HUD loans.
04/01/10	W. Moore	0.20	Review Umqua term sheet.
04/02/10	G. Yates	9.70	Complete analysis of secured loan modification agreements in light of Blackstone purchase and sale agreement and term sheets in preparation for concerted push to start negotiations.
04/05/10	G. Yates	11.70	Analyze loan modification agreements in light of Blackstone and plan confirmation; calls to lender's counsel.
04/06/10	G. Yates	11.70	Work on loan restructuring matters; interface with Blackstone; calls to lender's counsel.

BILLS ARE DUE AND PAYABLE UPON RECEIPT
THIS STATEMENT DOES NOT INCLUDE EXPENSES NOT YET RECEIVED BY THIS OFFICE
WHICH MIGHT HAVE BEEN INCURRED DURING THE PERIOD COVERED BY THIS BILLING

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
04/07/10	G. Yates	10.80	Revisions to loan modification agreements; analyze issues in light of Blackstone and term sheets.
04/08/10	G. Yates	12.40	Work on secured loan restructurings; discuss issues with Blackstone counsel; calls to secured lender's counsel.
04/09/10	G. Yates	5.70	Address property disposition issues and update status; analyze disposition methods to expedite process.
04/09/10	G. Yates	5.60	Work on secured loan modification agreements; discuss issues concerning modifications with lender's counsel.
04/12/10	G. Yates	8.20	Continuing revisions to loan modification documentation; analyze issues related to effective date.
04/12/10	G. Yates	3.70	Work on property dispositions; revise orders to dispose of assets.
04/12/10	F. Weindling	0.40	Review of additional loan modification term sheets.
04/14/10	G. Yates	5.40	Revisions of loan modification agreements; discuss financial issues with Sunwest.
04/14/10	G. Yates	6.70	Address property disposition issues; work on bare land disposition; calls to counsel for bare land TICs.
04/14/10	G. Yates	6.90	Continuing revisions to loan modification agreements; discuss issues with Blackstone counsel; discuss issues with secured lender's counsel.
04/14/10	G. Yates	4.70	Work on disposition of assets; revise orders; discuss issues with lender's counsel.
04/14/10	F. Weindling	0.30	Telephone conference w/ G. Yates regarding additional loan modification terms sheets.
04/15/10	G. Yates	5.70	Work on revisions to loan modification agreements; discuss "effective date" and other issues with Blackstone counsel.
04/15/10	G. Yates	5.90	Address various issues relating to property dispositions; review status and background of Clovis & Hobbes release; strategize on future dispositions.
04/16/10	G. Yates	6.30	Continuing work on loan modifications; discussions with secured lender's counsel.
04/16/10	G. Yates	5.40	Address issues involved with property dispositons; revise orders.
04/19/10	G. Yates	5.80	Address issues relating to dispositions; strategize on Clovis & Hobbes; review forms of orders; discuss issues with lender's counsel.

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
04/19/10	G. Yates	5.60	Work on secured loan modifications; discuss issues with Blackstone counsel.
04/20/10	G. Yates	0.90	Discuss issues relating to bare land and other Dispose Co properties with CRO.
04/20/10	F. Weindling	1.00	Confer w/ G. Yates regarding Blackstone's comments to loan modification agreements. Telephone conference w/ G. Yates and I. Petrova regarding same.
04/20/10	W. Moore	0.20	Review comments on loan modification agreement from Blackstone counsel.
04/21/10	G. Yates	4.80	Address bare land issues and guaranty of debts.
04/21/10	G. Yates	6.70	Work on loan modifications and reconciling term sheets and Blackstone PSA requirements.
04/21/10	F. Weindling	1.50	Confer with G. Yates regarding Blackstone comments. Telephone conference w/ W. Moore and I. Petrova regarding Blackstone comments. Work on finalizing form of modification agreement.
04/21/10	W. Moore	1.10	Review comments from Blackstone counsel on loan modification agreement. Discuss same with Blackstone counsel.
04/22/10	G. Yates	3.80	Address issues involving disposition of properties; consideration of bare land issues.
04/22/10	G. Yates	7.10	Work on loan modification agreements; discuss issues with secured lender's counsel.
04/23/10	G. Yates	5.90	Address loan modification issues; work on Blackstone issues.
04/23/10	G. Yates	5.40	Work on land dispositions; address Plains Capital issues with Clovis & Hobbes.
04/23/10	F. Weindling	0.30	Review of terms pf Spring Creek modification, correspondence w/ G. Yates regarding same.
04/26/10	G. Yates	4.60	Address secured lender modifications; speak with secured lender's counsel.
04/26/10	G. Yates	4.70	Work on disposition of property from consolidated enterprise; speak with lender's counsel.
04/27/10	G. Yates	4.40	Work on asset dispositions.
04/27/10	G. Yates	6.70	Continuing work on loan modifications.

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
04/27/10	F. Weindling	4.00	Work on revising Waupaca Modification Agreement to incorporate comments received from client and Blackstone. Further review of loan documents in connection with same. Correspondence w/ G. Yates regarding same. Correspondence w/ I. Petrova regarding loans for which modification agreements are being provided.
04/28/10	G. Yates	2.90	Work on property dispositions.
04/28/10	G. Yates	6.80	Continue to revise loan modification agreements in accordance with term sheets; discuss issues with Blackstone counsel.
04/28/10	F. Weindling	0.30	Confer with G. Yates regarding revised Waupaca modification agreement. Transmittal of same to I. Petrova for review.
04/29/10	G. Yates	7.70	Work on loan modification agreements; discuss issues with lender's counsel.
04/29/10	G. Yates	4.80	Address property disposition issues.
04/29/10	F. Weindling	0.50	Review of additional comments from I. Petrova. Correspondence w/ I. Petrova for clarification of same. Confer with W. Moore regarding refusal to incorporate overreaching language. Work on revision of existing loan modification agreements to contain Blackstone's requested revisions. Correspondence with G. Yates regarding same.
04/30/10	G. Yates	8.80	Work on loan modification agreements; discuss issues with secured lender's counsel.

Total Hours 246.90

Total Fees \$110,272.00

Timekeeper Summary

G. Yates	-	235.60	hours at	\$450.00	per hour
F. Weindling	-	8.30	hours at	\$365.00	per hour
A. Sangese	-	1.50	hours at	\$365.00	per hour
W. Moore	-	1.50	hours at	\$450.00	per hour

Disbursements

	<u>Value</u>
Taxi	610.00

Sunwest Management, Inc.

<u>Disbursements</u>	<u>Value</u>	
Copying	41.40	
Facsimile	5.26	
Local Travel	106.62	
Travel	4,870.82	
Meals	3,445.36	
Other	143.55	
Document Prints From Image	63.90	
Total Disbursements		<u>9,286.91</u>
Total Fees And Disbursements This Statement		<u>\$119,558.91</u>

May 13, 2010

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Salem, OR 97302

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INVOICE SUMMARY

Total Fees	\$110,272.00
Total Disbursements	<u>9,286.91</u>
Total Fees and Disbursements This Statement	<u>\$119,558.91</u>

PLEASE RETURN THIS COPY WITH YOUR PAYMENT

PAYMENT BY CHECK VIA STANDARD MAIL:

Seyfarth Shaw LLP
3807 Collections Center Drive
Chicago, IL 60693

PAYMENT BY CHECK VIA OVERNIGHT MAIL:

Bank of America Lockbox Services
3807 Collections Center Drive
Chicago, IL 60693

PAYMENT BY WIRE TO:

Bank Name: Bank of America
Account Name: Seyfarth Shaw LLP Operating Account
Account Number: 5201743357
ABA Wire Payment Number: 026-009-593
ABA ACH Payment Number: 081-904-808
Swift Code: BOFAUS3N

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ACCOUNTS RECEIVABLE SUMMARY

A review of our records reflects the following invoice(s) remain unpaid. Please remit your payment promptly.

<i>Date</i>	<i>Invoice</i>	<i>Invoice Amount</i>	<i>Payment Received</i>	<i>Balance</i>
03/15/10	1701225	\$194,078.13	-\$147,196.13	\$46,882.00
04/13/10	1711189	\$99,089.36	\$0.00	\$99,089.36

If you have any questions with regard to the amount as stated, please contact Kathy Hobbs in our Finance Department at 312-460-6046.

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PAYMENT BY CHECK VIA STANDARD MAIL: Seyfarth Shaw LLP 3807 Collections Center Drive Chicago, IL 60693	PAYMENT BY WIRE TO: Bank Name: Bank of America Account Name: Seyfarth Shaw LLP Operating Account Account Number: 5201743357 ABA Wire Payment Number: 026-009-593 ABA ACH Payment Number: 081-904-808 Swift Code: BOFAUS3N
PAYMENT BY CHECK VIA OVERNIGHT MAIL: Bank of America Lockbox Services 3807 Collections Center Drive Chicago, IL 60693	